

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

	:	Master File No. 10-CV-00990-SLR
	:	
IN RE WILMINGTON TRUST	:	(Securities Class Action)
SECURITIES LITIGATION	:	
	:	Hon. Sue L. Robinson
	:	
This Document Relates to: ALL ACTIONS	:	ELECTRONICALLY FILED
	:	
	:	

**DECLARATION OF A. ZACHARY NAYLOR IN SUPPORT OF LEAD PLAINTIFFS'  
OMNIBUS OPPOSITION TO DEFENDANTS' MOTIONS TO DISMISS THE SECOND  
AMENDED CONSOLIDATED SECURITIES CLASS ACTION COPMLAINT**

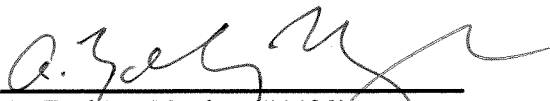
I, A. ZACHARY NAYLOR, declare as follows:

1. I am a partner with the law firm of Chimicles & Tikellis LLP, liaison counsel for the class.

2. Attached hereto as Exhibit 1 is a true and correct copy of the presentation entitled "Creating the Leading Mid-Atlantic Relationship Bank," filed by M&T Bank Corporation on form 425 with the Securities and Exchange Commission on November 1, 2010.

I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Dated: October 1, 2012

  
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A. Zachary Naylor (#4439)  
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